

EXHIBIT A

SHAREHOLDERS' WAIVER OF PRE-EMPTIVE RIGHTS

THIS AGREEMENT is executed this _____ day of November, 1986, by and between Larry G. Royer, Albert Hakim, Richard Secord, and SHR Corporation (the "Corporation").

WHEREAS, the Corporation wishes to offer and sell 29,700 shares of its \$0.01 par value common stock and Arab Development Company wishes to buy 29,700 shares of the \$0.01 par value common stock of the Corporation; and

WHEREAS, Article V of the Articles of Incorporation of the Corporation entitles each of the shareholders of the Corporation to pre-emptive rights to subscribe for or purchase any part of new or additional issues of stock or securities convertible into stock of any class whatsoever whether now or hereafter authorized, and whether issued for cash, property, services, by way of distributions, or otherwise; and

WHEREAS, in order to sell and in order for Arab Development Company to buy shares of the Corporation, the directors must authorize the new issue of 29,700 shares of the \$0.01 par value common stock of the Corporation;

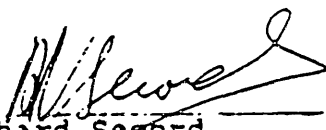
NOW, THEREFORE, in consideration of mutual agreements herein contained, the parties hereto agree as follows:

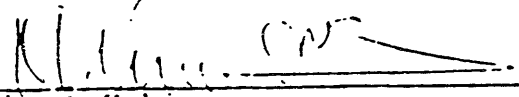
1. Larry G. Royer, Albert Hakim, and Richard Secord hereby agree to waive with respect only to the offer and sale of 29,700 shares of the \$0.01 par value common stock of the Corporation any and all entitlement or right under Article V of the Articles of Incorporation of the Corporation to pre-emptively subscribe for

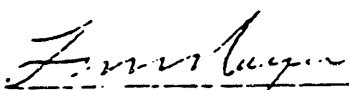
or purchase any part of the contemplated new issue of 29,700 shares of \$0.01 par value common stock, whether issued for cash, property, services, by way of distributions, or otherwise.

2. The Corporation agrees that this waiver of entitlement and right to pre-emptively subscribe for or purchase shares pursuant to the contemplated new issuance pertains only to the above 29,700 share issuance. It is agreed and understood that this waiver of entitlement and right does not otherwise waive or affect any of the pre-emptive rights provided by Article V of the Articles of Incorporation with respect to unrelated new or additional issues of stock or securities convertible into stock of any class whatsoever, whether now or hereafter authorized, and whether issued for cash, property, services, by way of distributions, or otherwise.

IN WITNESS WHEREOF, this agreement has been duly executed by the parties hereto on the day and year first above written.


Richard Secord


Albert Hakim


Larry Royer

SRH CORPORATION, a Washington
corporation

By 
Richard Secord, President

jlm:srh:01